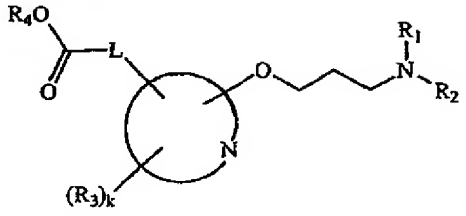
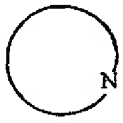
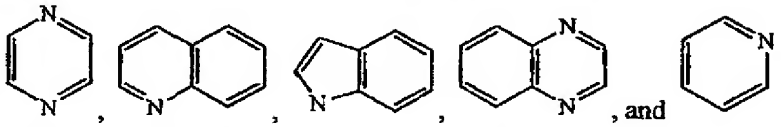
WHAT IS CLAIMED IS:

1. A compound having the structure of Formula I:



(I),

wherein  is a monocyclic or bicyclic aromatic moiety in which at least one of the ring atoms is N and selected from the group consisting of:



L is selected from the group consisting of a bond and CH_2;

k is 1, 2, or 3;

R_1 and R_2 are each independently selected from the group consisting of

a) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;

b) a six-membered carbocyclic aromatic moiety, or a monocyclic or bicyclic aromatic moiety in which at least one ring atom is N, wherein any such aromatic moiety is optionally substituted with one or more substituents selected from the group consisting of

A) optionally substituted C_1-C_8 straight-chain, branched, or cyclic saturated or unsaturated alkyl;

B) an alkoxy of formula $-(X_1)_{n1}-O-X_2$, where

X_1 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_2 is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; and
n1 is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula $-(X_3)_{n3}-NX_4X_5$, where

X_3 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_4 and X_5 are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or X_4 and X_5, taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

n3 is 0 or 1;

c) perhaloalkyl;

d) halogen; and

e) acyl and sulfonyl;

Each R_3 is independently selected from the group consisting of

a) hydrogen;

b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;

c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of

A) optionally substituted C_1-C_8 straight-chain, branched, or cyclic saturated or unsaturated alkyl;

B) an alkoxy of formula $-(X_1)_{n1}-O-X_2$, where

X_1 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_2 is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; and

n1 is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula $-(X_3)_{n3}-NX_4X_5$, where

X_3 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_4 and X_5 are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or X_4 and X_5, taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

n3 is 0 or 1;

d) perhaloalkyl;

e) halogen; and

f) acyl and sulfonyl; and

R_4 is selected from the group consisting of

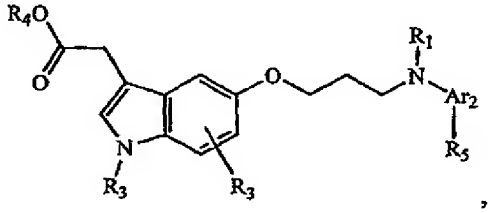
a) hydrogen;

b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring; and

c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of optionally substituted C_1-C_8 straight-chain, branched, or cyclic saturated or unsaturated alkyl;

or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

2. The compound of Claim 1 selected from the group consisting of:



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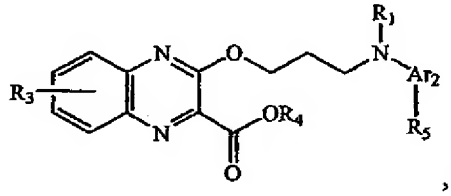

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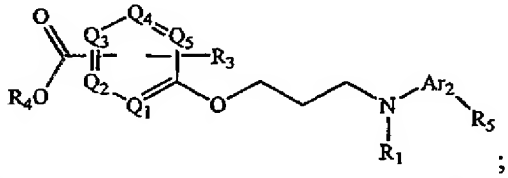


;

wherein Ar_2 is a monocyclic or bicyclic aromatic moiety in which at least one of the ring atoms is N;

one of Q_1 - Q_5 is nitrogen and the rest are carbon, wherein said carbon is optionally substituted with hydrogen, R_3, or -C(O)OR_4; and

R_5 is selected from the group consisting of

a) hydrogen;

b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;

c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of

A) optionally substituted C_1-C_8 straight-chain, branched, or cyclic saturated or unsaturated alkyl;

B) an alkoxy of formula $-(X_1)_{n1}-O-X_2$, where

X_1 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_2 is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; and

n1 is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula $-(X_3)_{n3}-NX_4X_5$, where

X_3 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_4 and X_5 are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or X_4 and X_5, taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

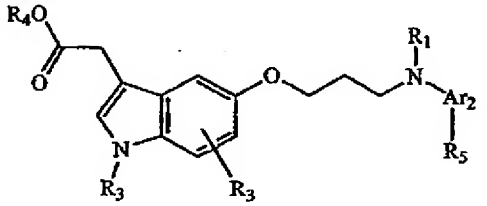
n3 is 0 or 1;

d) perhaloalkyl;

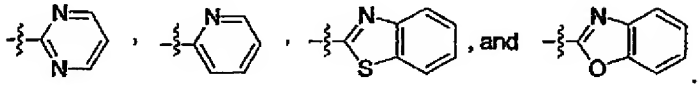
e) halogen; and

f) acyl and sulfonyl.

3. The compound of Claim 2 having the structure:



wherein Ar_2 is selected from the group consisting of:



4. The compound of Claim 3, wherein R_1 is alkyl, optionally substituted with one or more optionally substituted carbocyclic or heterocyclic rings.

5. The compound of Claim 4, wherein said alkyl is a lower alkyl.

6. The compound of Claim 5, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

7. The compound of Claim 4, wherein said carbocyclic ring is phenyl.

8. The compound of Claim 7, wherein said phenyl is optionally substituted with one or more substituents selected from the group consisting of lower alkyl, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino.

9. The compound of Claim 8, wherein said substituent is perhaloalkyl.

10. The compound of Claim 9, wherein said perhaloalkyl is trifluoromethyl.

11. The compound of Claim 4, wherein the carbocyclic ring is 2,4-bis(trifluoromethyl)phenyl.

12. The compound of Claim 3, wherein R_5 is optionally substituted alkyl.

13. The compound of Claim 12, wherein said alkyl is a lower alkyl.

14. The compound of Claim 13, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

15. The compound of Claim 14, wherein R_5 is ethyl.

16. The compound of Claim 3, wherein R_3 is hydrogen or optionally substituted alkyl.

17. The compound of Claim 16, wherein said alkyl is a lower alkyl.

18. The compound of Claim 17, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

19. The compound of Claim 3, wherein R_3 is methyl.

20. The compound of Claim 3, wherein R_3 is hydrogen.

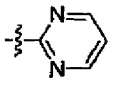
21. The compound of Claim 3, wherein R_4 is hydrogen or optionally substituted alkyl.

22. The compound of Claim 21, wherein said alkyl is a lower alkyl.

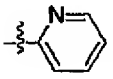
23. The compound of Claim 22, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

24. The compound of Claim 21, wherein R_4 is hydrogen.

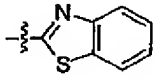
25. The compound of Claim 3, wherein Ar_2 is



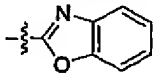
26. The compound of Claim 3, wherein Ar_2 is



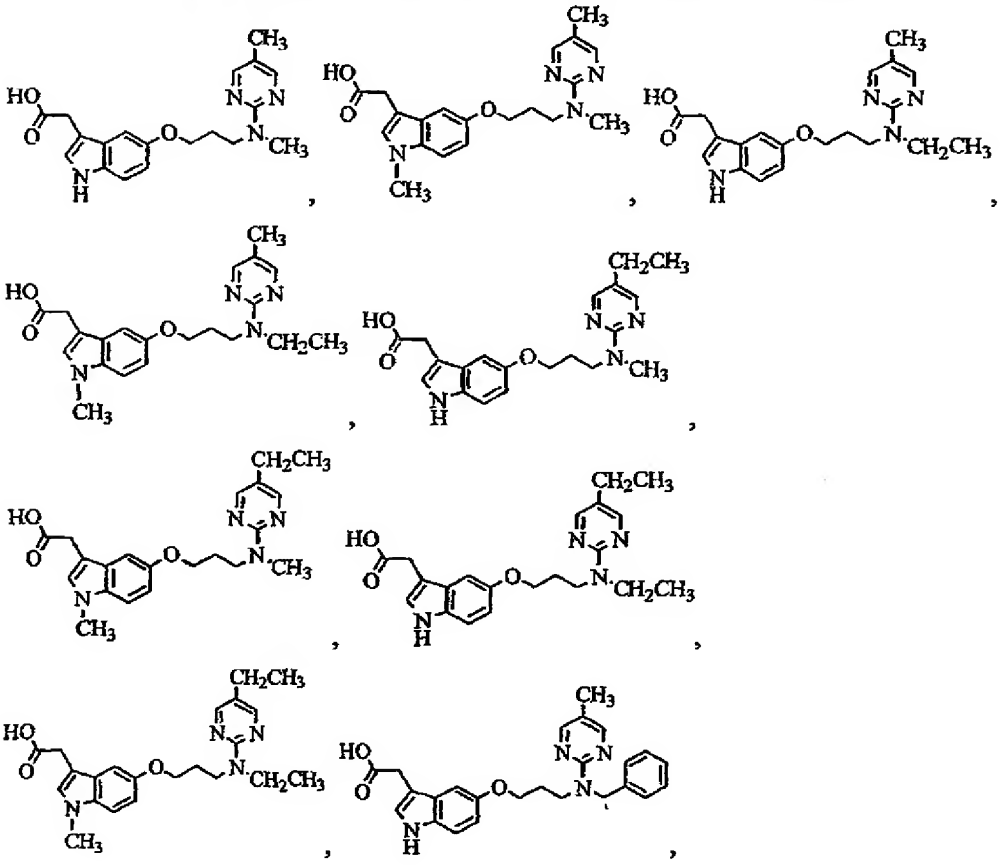
27. The compound of Claim 3, wherein Ar_2 is

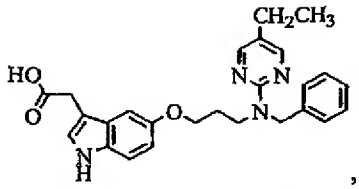


28. The compound of Claim 3, wherein Ar_2 is



29. The compound of Claim 3 selected from the group consisting of

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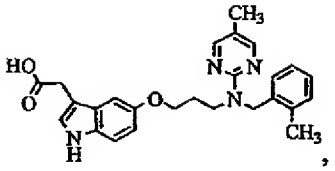
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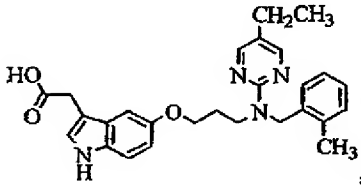
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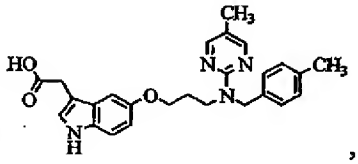
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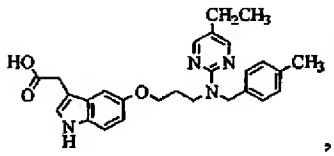
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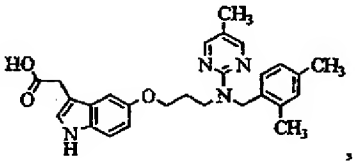
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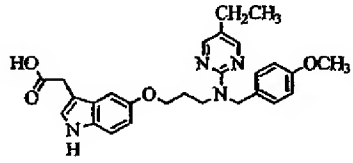
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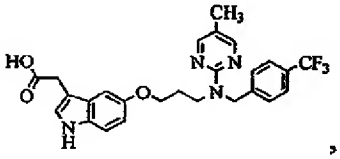
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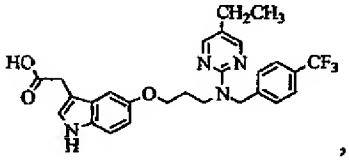
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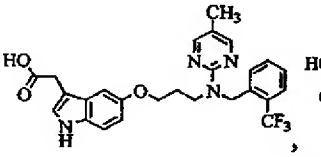
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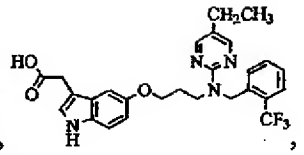
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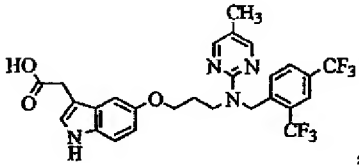
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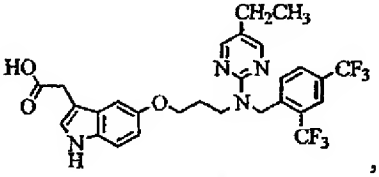
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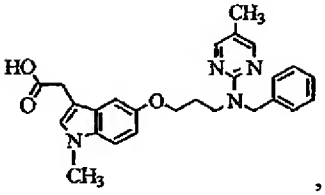
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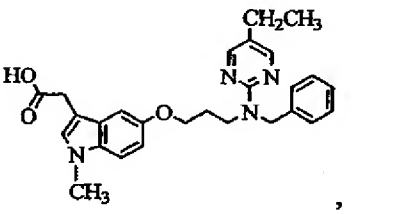
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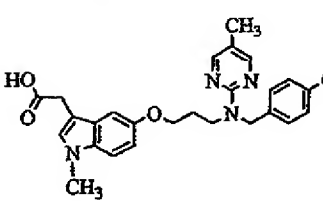
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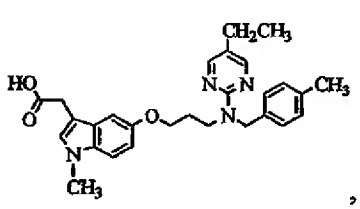
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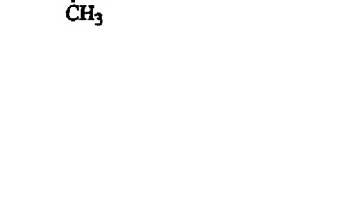
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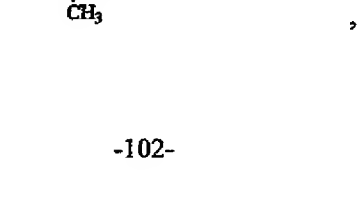
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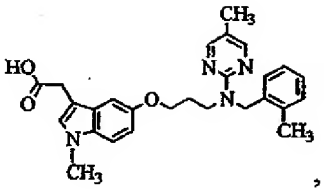
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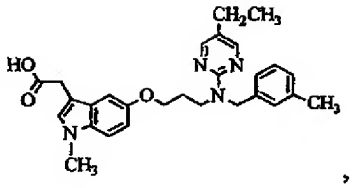
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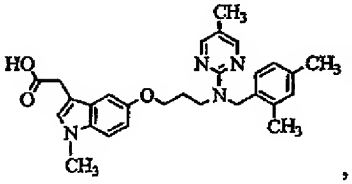
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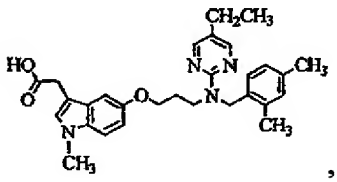
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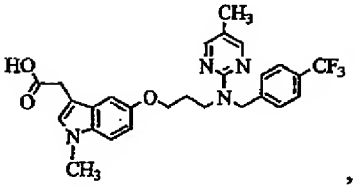
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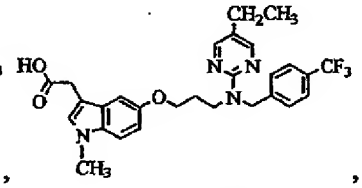
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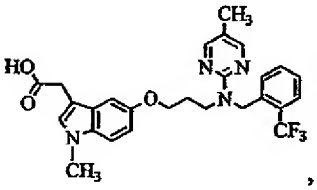
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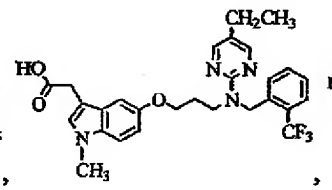
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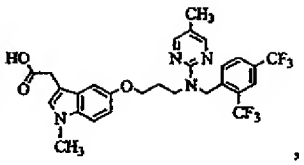
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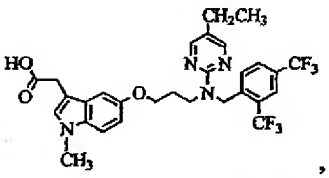
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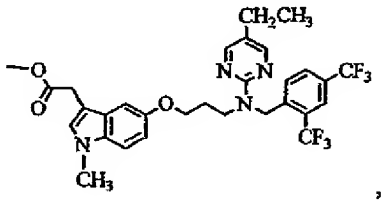
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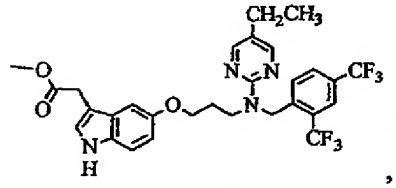
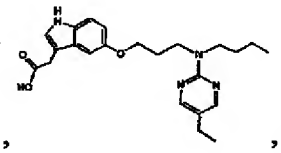
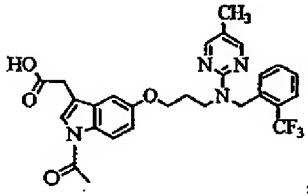
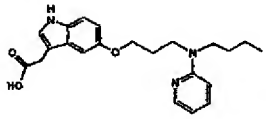
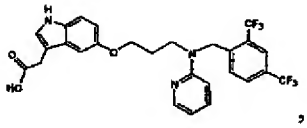
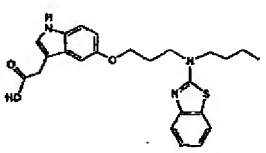
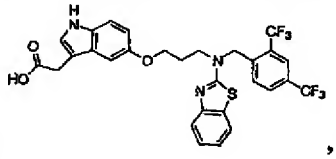

,

, and

, or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

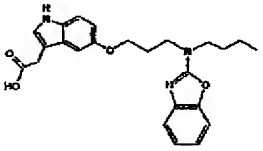
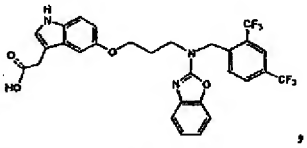
30. The compound of Claim 3 selected from the group consisting of

 and  , or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

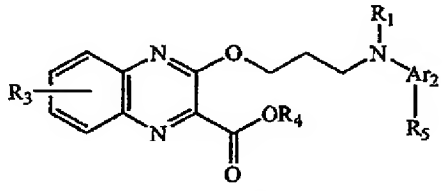
31. The compound of Claim 3 selected from the group consisting of

 and  , or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof..

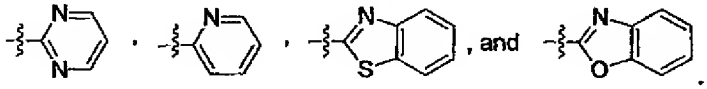
32. The compound of Claim 3 selected from the group consisting of

 and  , or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

33. The compound of Claim 2 having the structure:



wherein Ar_2 is selected from the group consisting of:



34. The compound of Claim 33, wherein R_1 is alkyl, optionally substituted with one or more optionally substituted carbocyclic or heterocyclic rings.

35. The compound of Claim 34, wherein said alkyl is a lower alkyl.

36. The compound of Claim 35, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

37. The compound of Claim 34, wherein said carbocyclic ring is phenyl.

38. The compound of Claim 37, wherein said phenyl is optionally substituted with one or more substituents selected from the group consisting of lower alkyl, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino.

39. The compound of Claim 38, wherein said substituent is perhaloalkyl.

40. The compound of Claim 39, wherein said perhaloalkyl is trifluoromethyl.

41. The compound of Claim 34, wherein carbocyclic ring is 2,4-bis(trifluoromethyl)phenyl.

42. The compound of Claim 33, wherein R_5 is optionally substituted alkyl.

43. The compound of Claim 42, wherein said alkyl is a lower alkyl.

44. The compound of Claim 43, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

45. The compound of Claim 33, wherein R_5 is ethyl.

46. The compound of Claim 33, wherein R_3 is hydrogen, halogen or optionally substituted alkyl.

47. The compound of Claim 46, wherein said alkyl is a lower alkyl.

48. The compound of Claim 47, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

49. The compound of Claim 33, wherein R_3 is methyl.

50. The compound of Claim 33, wherein R_3 is hydrogen.

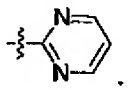
51. The compound of Claim 33, wherein R_4 is hydrogen or optionally substituted alkyl.

52. The compound of Claim 51, wherein said alkyl is a lower alkyl.

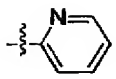
53. The compound of Claim 52, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

54. The compound of Claim 51, wherein R_4 is hydrogen.

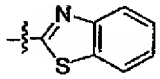
55. The compound of Claim 33, wherein Ar_2 is



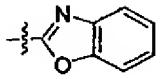
56. The compound of Claim 33, wherein Ar_2 is



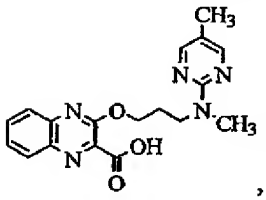
57. The compound of Claim 33, wherein Ar_2 is



58. The compound of Claim 33, wherein Ar_2 is



59. The compound of Claim 33 selected from the group consisting of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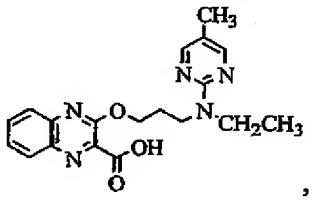
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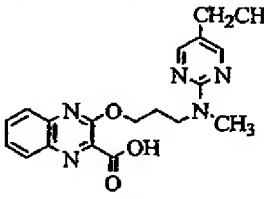
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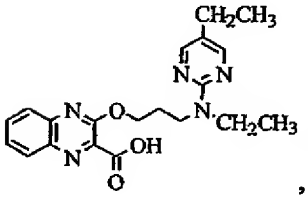
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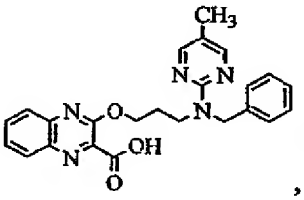
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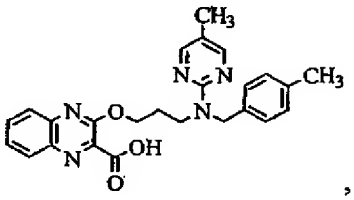
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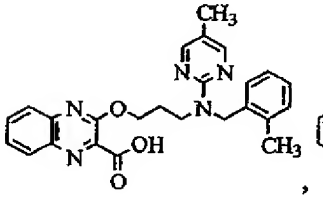
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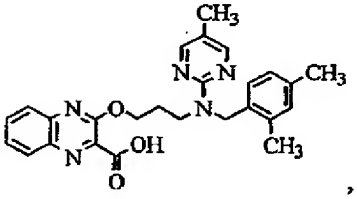
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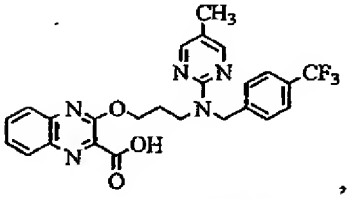
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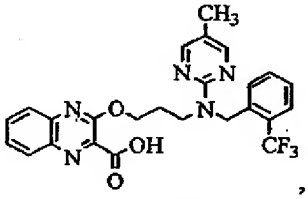
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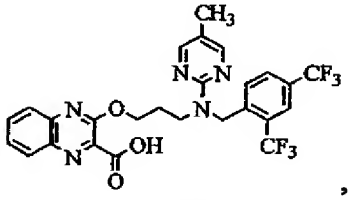
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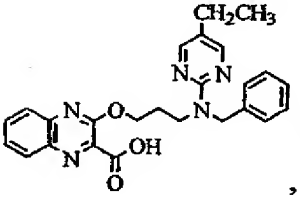
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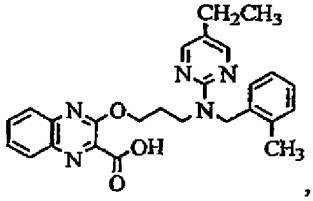
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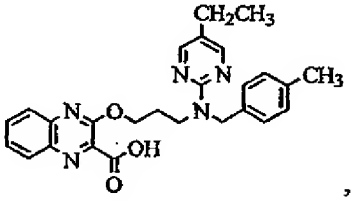
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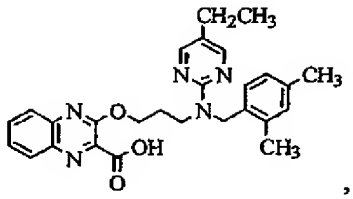
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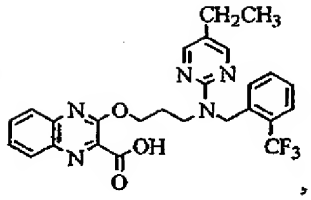
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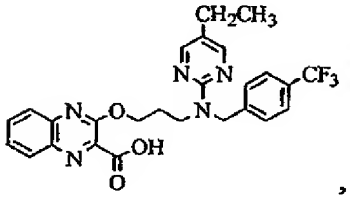
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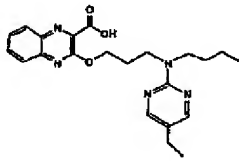
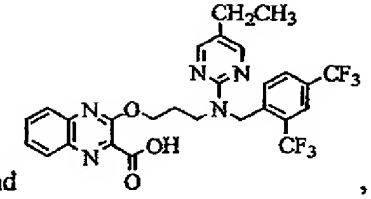
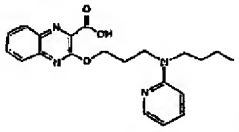
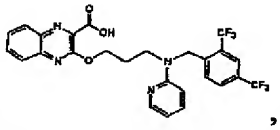
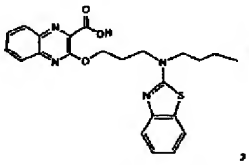

and

,

or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

60. The compound of Claim 33 selected from the group consisting of


and

, or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

61. The compound of Claim 33 selected from the group consisting of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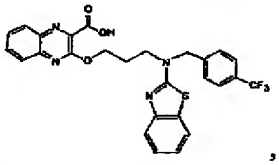
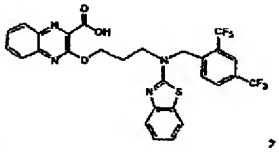
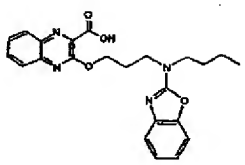
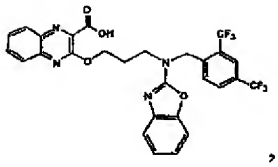
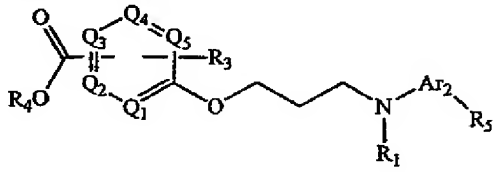

, and

, or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof..

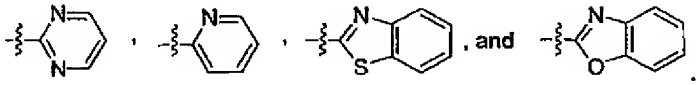
62. The compound of Claim 33 selected from the group consisting of

 and  , or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

63. The compound of Claim 2 having the structure:



wherein Ar_2 is selected from the group consisting of:



64. The compound of Claim 63, wherein R_1 is alkyl, optionally substituted with one or more optionally substituted carbocyclic or heterocyclic rings.

65. The compound of Claim 64, wherein said alkyl is a lower alkyl.

66. The compound of Claim 65, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

67. The compound of Claim 64, wherein said carbocyclic ring is phenyl.

68. The compound of Claim 67, wherein said phenyl is optionally substituted with one or more substituents selected from the group consisting of lower alkyl, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino.

69. The compound of Claim 68, wherein said substituent is perhaloalkyl.

70. The compound of Claim 69, wherein said perhaloalkyl is trifluoromethyl.

71. The compound of Claim 64, wherein the carbocyclic ring is 2,4-bis(trifluoromethyl)phenyl.

72. The compound of Claim 63, wherein R_5 is optionally substituted alkyl.

73. The compound of Claim 72, wherein said alkyl is a lower alkyl.

74. The compound of Claim 73, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

75. The compound of Claim 63, wherein R_5 is ethyl.

76. The compound of Claim 63, wherein R_3 is hydrogen, halogen, or optionally substituted alkyl.

77. The compound of Claim 76, wherein said alkyl is a lower alkyl.

78. The compound of Claim 77, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

79. The compound of Claim 63, wherein R_3 is methyl.

80. The compound of Claim 63, wherein R_3 is hydrogen.

81. The compound of Claim 63, wherein R_3 is halogen, selected from the group consisting of fluoro, chloro, and bromo.

82. The compound of Claim 63, wherein R_3 is chloro.

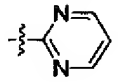
83. The compound of Claim 63, wherein R_4 is hydrogen or optionally substituted alkyl.

84. The compound of Claim 83, wherein said alkyl is a lower alkyl.

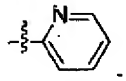
85. The compound of Claim 84, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

86. The compound of Claim 83, wherein R_4 is hydrogen.

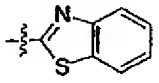
87. The compound of Claim 63, wherein Ar_2 is



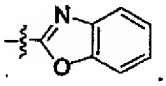
88. The compound of Claim 63, wherein Ar_2 is



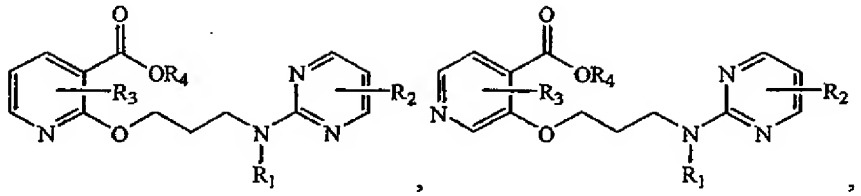
89. The compound of Claim 63, wherein Ar_2 is



90. The compound of Claim 63, wherein Ar_2 is



91. The compound of Claim 63 selected from the group consisting of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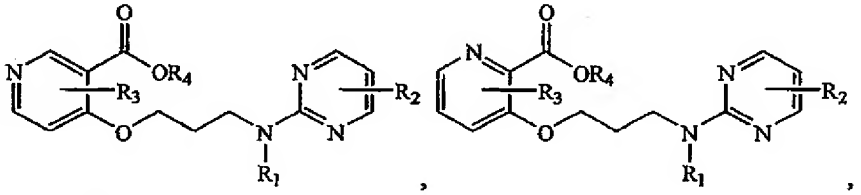
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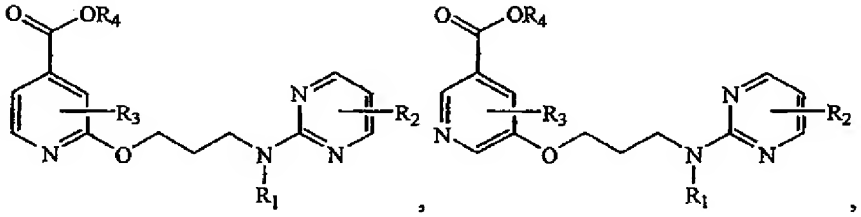
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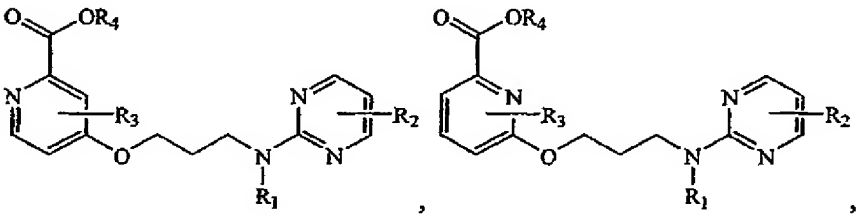
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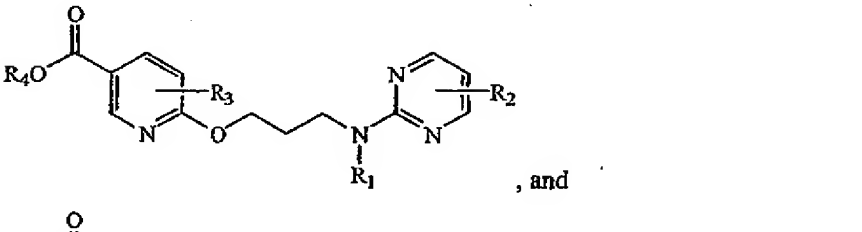
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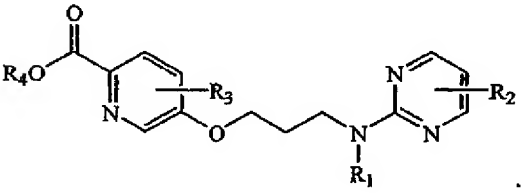
, and

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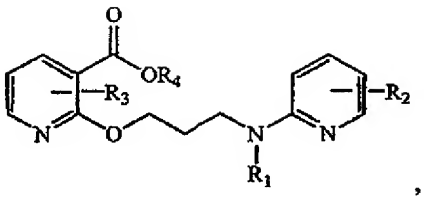
92. The compound of Claim 63 selected from the group consisting of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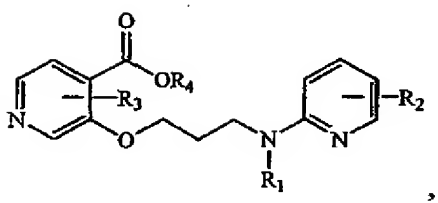
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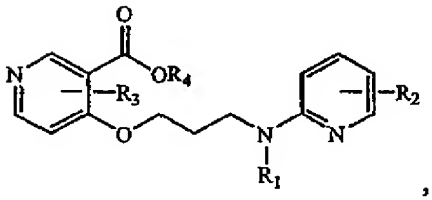
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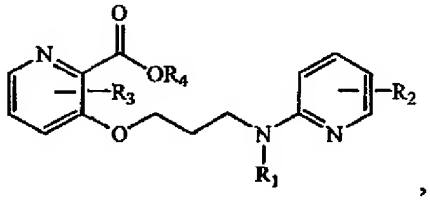
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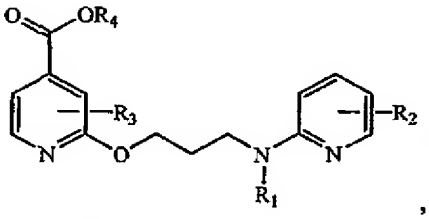
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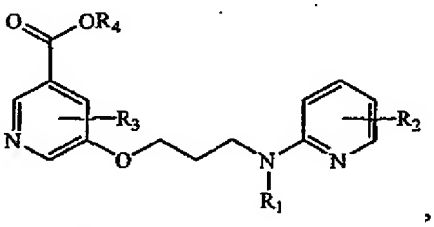
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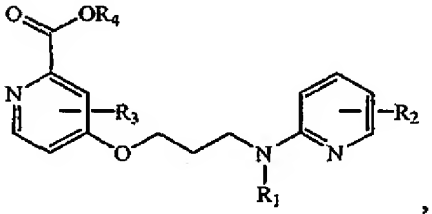
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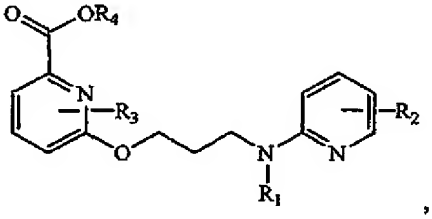
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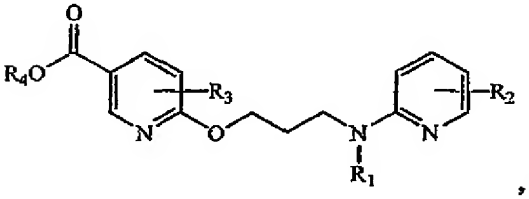
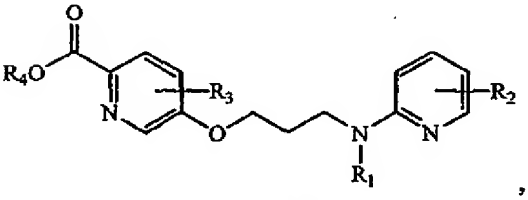
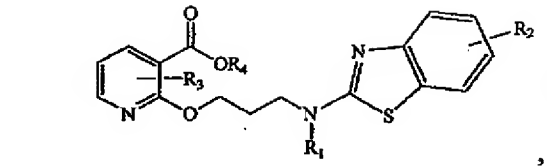

5 , and

, or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

10 93. The compound of Claim 63 selected from the group consisting of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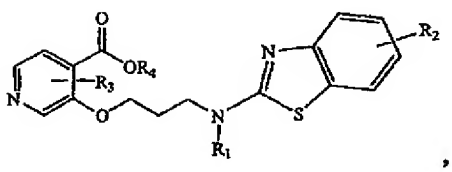
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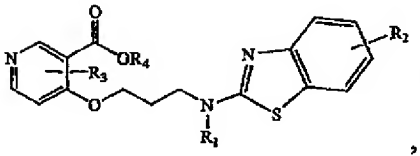
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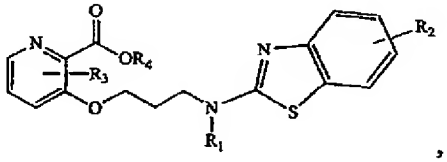
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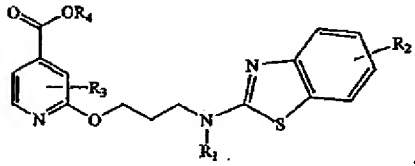
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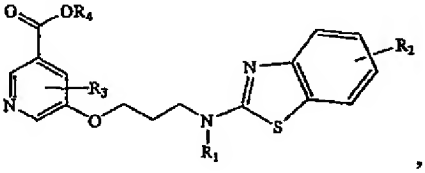
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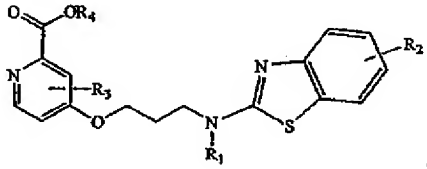
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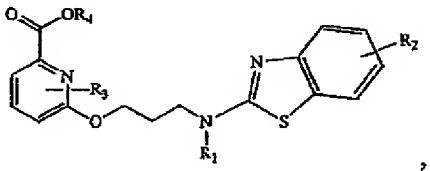
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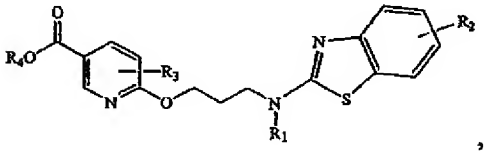
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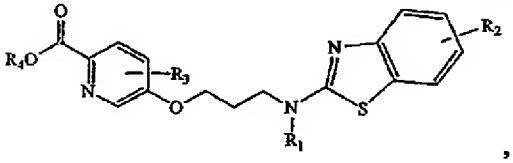
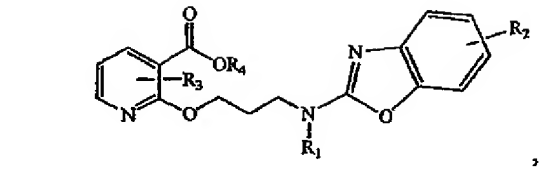

, or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof..

10 94. The compound of Claim 63 selected from the group consisting of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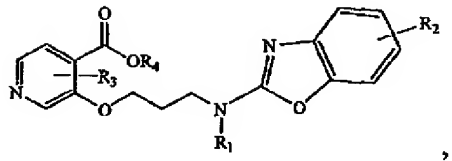
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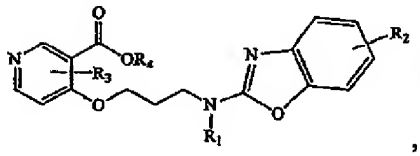
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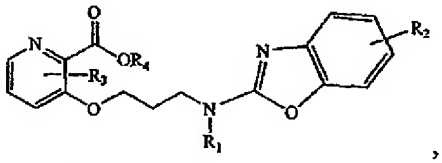
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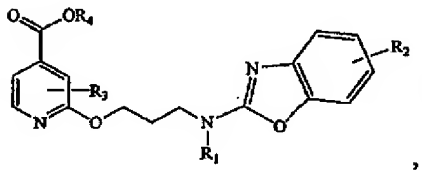
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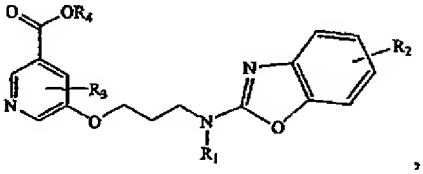
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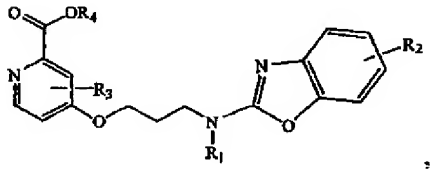
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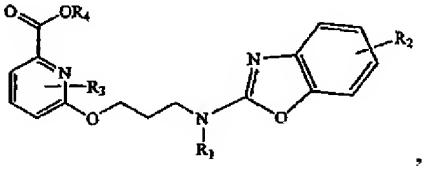
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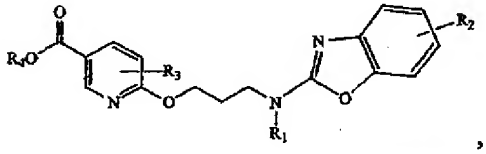
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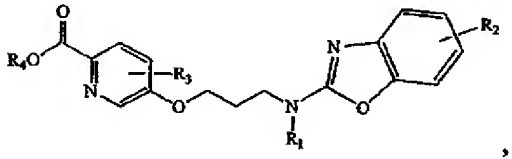
, or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

10 95. A compound selected from the group consisting of KP001 through KP190, KP001-1ET through KP190-1ET, KP001-2ET through KP190-2ET, KP006-9CL through KP008-9CL, KP010-9CL, KP016-9CL through KP018-9CL, KP020-9CL, KP026-9CL through KP028-9CL, KP030-9CL, KP036-9CL through KP038-9CL, KP040-9CL, KP046-9CL through KP048-9CL, KP050-9CL, KP056-9CL through KP058-9CL, 15 KP060-9CL, KP066-9CL through KP068-9CL, KP070-9CL, KP076-9CL through KP078-9CL, KP080-9CL, KP086-9CL through KP088-9CL, KP090-9CL, KP096-9CL

through KP098-9CL, KP100-9CL, KP106-9CL through KP108-9CL, KP110-9CL, KP116-9CL through KP118-9CL, KP120-9CL, KP126-9CL through KP128-9CL, KP130-9CL, KP136-9CL through KP138-9CL, KP140-9CL, KP146-9CL through KP148-9CL, KP150-9CL, KP156-9CL through KP158-9CL, KP160-9CL, KP166-9CL through KP168-9CL, KP170-9CL, KP176-9CL through KP178-9CL, KP180-9CL, KP186-9CL through KP188-9CL, KP190-9CL, KP006-1ET-9CL through KP008-1ET-9CL, KP010-1ET-9CL, KP016-1ET-9CL through KP018-1ET-9CL, KP020-1ET-9CL, KP026-1ET-9CL through KP028-1ET-9CL, KP030-1ET-9CL, KP036-1ET-9CL through KP038-1ET-9CL, KP040-1ET-9CL, KP046-1ET-9CL through KP048-1ET-9CL, KP050-1ET-9CL, KP056-1ET-9CL through KP058-1ET-9CL, KP060-1ET-9CL, KP066-1ET-9CL through KP068-1ET-9CL, KP070-1ET-9CL, KP076-1ET-9CL through KP078-1ET-9CL, KP080-1ET-9CL, KP086-1ET-9CL through KP088-1ET-9CL, KP090-1ET-9CL, KP096-1ET-9CL through KP098-1ET-9CL, KP100-1ET-9CL, KP106-1ET-9CL through KP108-1ET-9CL, KP110-1ET-9CL, KP116-1ET-9CL through KP118-1ET-9CL, KP120-1ET-9CL, KP126-1ET-9CL through KP128-1ET-9CL, KP130-1ET-9CL, KP136-1ET-9CL through KP138-1ET-9CL, KP140-1ET-9CL, KP146-1ET-9CL through KP148-1ET-9CL, KP150-1ET-9CL, KP156-1ET-9CL through KP158-1ET-9CL, KP160-1ET-9CL, KP166-1ET-9CL through KP168-1ET-9CL, KP170-1ET-9CL, KP176-1ET-9CL through KP178-1ET-9CL, KP180-1ET-9CL, KP186-1ET-9CL through KP188-1ET-9CL, KP190-1ET-9CL, KP006-2ET-9CL through KP008-2ET-9CL, KP010-2ET-9CL, KP016-2ET-9CL through KP018-2ET-9CL, KP020-2ET-9CL, KP026-2ET-9CL through KP028-2ET-9CL, KP030-2ET-9CL, KP036-2ET-9CL through KP038-2ET-9CL, KP040-2ET-9CL, KP046-2ET-9CL through KP048-2ET-9CL, KP050-2ET-9CL, KP056-2ET-9CL through KP058-2ET-9CL, KP060-2ET-9CL, KP066-2ET-9CL through KP068-2ET-9CL, KP070-2ET-9CL, KP076-2ET-9CL through KP078-2ET-9CL, KP080-2ET-9CL, KP086-2ET-9CL through KP088-2ET-9CL, KP090-2ET-9CL, KP096-2ET-9CL through KP098-2ET-9CL, KP100-2ET-9CL, KP106-2ET-9CL through KP108-2ET-9CL, KP110-2ET-9CL, KP116-2ET-9CL through KP118-2ET-9CL, KP120-2ET-9CL, KP126-2ET-9CL through KP128-2ET-9CL, KP130-2ET-9CL, KP136-2ET-9CL through KP138-2ET-9CL, KP140-2ET-9CL, KP146-2ET-9CL through KP148-2ET-9CL, KP150-2ET-9CL, KP156-2ET-9CL through KP158-2ET-9CL, KP160-2ET-9CL, KP166-2ET-9CL through KP168-2ET-9CL, KP170-2ET-9CL, KP176-2ET-9CL through KP178-2ET-9CL, KP180-2ET-9CL, KP186-2ET-9CL through KP188-2ET-9CL, KP190-2ET-9CL, KP002-10CL through

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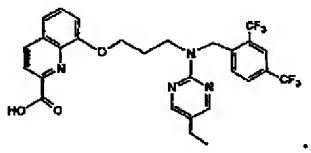
through KP177-1ET-13CL, KP179-1ET-13CL through KP183-1ET-13CL, KP185-1ET-13CL through KP187-1ET-13CL, KP189-1ET-13CL, KP190-1ET-13CL, KP001-2ET-13CL through KP003-2ET-13CL, KP005-2ET-13CL through KP007-2ET-13CL, KP009-2ET-13CL through KP013-2ET-13CL, KP015-2ET-13CL through KP017-2ET-13CL, KP019-2ET-13CL through KP023-2ET-13CL, KP025-2ET-13CL through KP027-2ET-13CL, KP029-2ET-13CL through KP033-2ET-13CL, KP035-2ET-13CL through KP037-2ET-13CL, KP039-2ET-13CL through KP043-2ET-13CL, KP045-2ET-13CL through KP047-2ET-13CL, KP049-2ET-13CL through KP053-2ET-13CL, KP055-2ET-13CL through KP057-2ET-13CL, KP059-2ET-13CL through KP063-2ET-13CL, KP065-2ET-13CL through KP067-2ET-13CL, KP069-2ET-13CL through KP073-2ET-13CL, KP075-2ET-13CL through KP077-2ET-13CL, KP0792ET-13CL through KP083-2ET-13CL, KP085-2ET-13CL through KP087-2ET-13CL, KP089-2ET-13CL through KP093-2ET-13CL, KP095-2ET-13CL through KP097-2ET-13CL, KP099-2ET-13CL through KP103-2ET-13CL, KP105-2ET-13CL through KP107-2ET-13CL, KP109-2ET-13CL through KP113-2ET-13CL, KP115-2ET-13CL through KP117-2ET-13CL, KP119-2ET-13CL through KP123-2ET-13CL, KP125-2ET-13CL through KP127-2ET-13CL, KP129-2ET-13CL through KP133-2ET-13CL, KP135-2ET-13CL through KP137-2ET-13CL, KP139-2ET-13CL through KP143-2ET-13CL, KP145-2ET-13CL through KP147-2ET-13CL, KP149-2ET-13CL through KP153-2ET-13CL, KP155-2ET-13CL through KP157-2ET-13CL, KP159-2ET-13CL through KP163-2ET-13CL, KP165-2ET-13CL through KP167-2ET-13CL, KP169-2ET-13CL through KP173-2ET-13CL, KP175-2ET-13CL through KP177-2ET-13CL, KP179-2ET-13CL through KP183-2ET-13CL, KP185-2ET-13CL through KP187-2ET-13CL, KP189-2ET-13CL, and KP190-2ET-13CL; or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

96. The compound of claim 1 having the structure



97. A method of modulating a peroxisome proliferator-activated receptor (PPAR) function comprising contacting said PPAR with a compound of Claim 1 and monitoring a change in cell phenotype, cell proliferation, activity of said PPAR, or binding of said PPAR with a natural binding partner.

98. The method of Claim 97, wherein said PPAR is selected from the group consisting of PPARα, PPARδ, and PPARγ.

99. A method of inhibiting the formation of adipocytes in a mammal comprising administering a therapeutically effective amount of a compound of Claim 1 to said mammal.

100. The method of Claim 99, comprising administering a therapeutically effective amount of a compound of Claim 3 to said mammal.

101. The method of Claim 100, comprising administering a therapeutically effective amount of a compound of Claim 25 to said mammal.

102. The method of Claim 100, comprising administering a therapeutically effective amount of a compound of Claim 26 to said mammal.

103. The method of Claim 100, comprising administering a therapeutically effective amount of a compound of Claim 27 to said mammal.

104. The method of Claim 100, comprising administering a therapeutically effective amount of a compound of Claim 28 to said mammal.

105. The method of Claim 100, comprising administering a therapeutically effective amount of a compound of Claim 29 to said mammal.

106. The method of Claim 99, comprising administering a therapeutically effective amount of a compound of Claim 33 to said mammal.

107. The method of Claim 106, comprising administering a therapeutically effective amount of a compound of Claim 55 to said mammal.

108. The method of Claim 106, comprising administering a therapeutically effective amount of a compound of Claim 56 to said mammal.

109. The method of Claim 106, comprising administering a therapeutically effective amount of a compound of Claim 57 to said mammal.

110. The method of Claim 106, comprising administering a therapeutically effective amount of a compound of Claim 58 to said mammal.

111. The method of Claim 99, comprising administering a therapeutically effective amount of a compound of Claim 63 to said mammal.

112. The method of Claim 111, comprising administering a therapeutically effective amount of a compound of Claim 87 to said mammal.

113. The method of Claim 111, comprising administering a therapeutically effective amount of a compound of Claim 88 to said mammal.

114. The method of Claim 111, comprising administering a therapeutically effective amount of a compound of Claim 89 to said mammal.

115. The method of Claim 111, comprising administering a therapeutically effective amount of a compound of Claim 90 to said mammal.

116. A method of treating a disease comprising identifying a patient in need thereof, and administering a therapeutically effective amount of a compound of Claim 1 to said patient.

117. The method of Claim 116, wherein said disease is selected from the group consisting of obesity, diabetes, hyperinsulinemia, polycystic ovary syndrome, climacteric, disorders associated with oxidative stress, inflammatory response to tissue injury, pathogenesis of emphysema, ischemia-associated organ injury, doxorubicin-induced cardiac injury, drug-induced hepatotoxicity, atherosclerosis, and hypertoxic lung injury.

118. The method of Claim 116 wherein the disease is a PPAR modulated disease.

119. The method of Claim 116 wherein the disease is a metabolic disorder or condition.

120. A pharmaceutical composition comprising a compound of Claim 1 and a pharmaceutically acceptable diluent, excipient, or carrier.

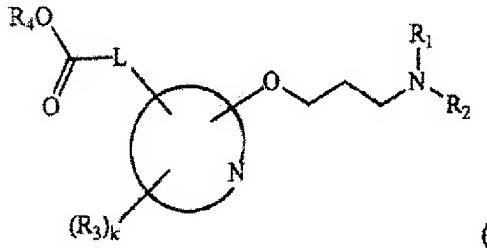
121. A pharmaceutical composition comprising a compound of Claim 2 and a pharmaceutically acceptable diluent, excipient, or carrier.

122. A pharmaceutical composition comprising a compound of Claim 3 and a pharmaceutically acceptable diluent, excipient, or carrier.

123. A pharmaceutical composition comprising a compound of Claim 33 and a pharmaceutically acceptable diluent, excipient, or carrier.

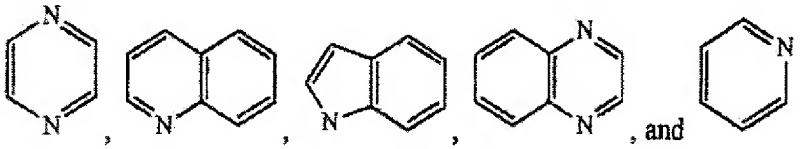
124. A pharmaceutical composition comprising a compound of Claim 63 and a pharmaceutically acceptable diluent, excipient, or carrier.

125. (NEW) A compound having the structure of Formula I:



(I),

wherein  is a monocyclic or bicyclic aromatic moiety in which at least one of the ring atoms is N and selected from the group consisting of:



L is selected from the group consisting of a bond and CH_2;

k is 1, 2, or 3;

R_1 and R_2 are each independently selected from the group consisting of

a) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;

b) a six-membered carbocyclic aromatic moiety, or a monocyclic or bicyclic aromatic moiety in which at least one ring atom is N, wherein any such aromatic moiety is optionally substituted with one or more substituents selected from the group consisting of

A) optionally substituted C_1-C_8 straight-chain, branched, or cyclic saturated or unsaturated alkyl;

B) an alkoxy of formula $-(X_1)_{n1}-O-X_2$, where

X_1 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_2 is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; and

n1 is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula $-(X_3)_{n3}-NX_4X_5$, where

X_3 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_4 and X_5 are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or X_4 and X_5, taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

n3 is 0 or 1;

c) perhaloalkyl;

d) halogen; and

e) acyl and sulfonyl;

Each R_3 is independently selected from the group consisting of

a) hydrogen;

b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;

c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of

A) optionally substituted C_1-C_8 straight-chain, branched, or cyclic saturated or unsaturated alkyl;

B) an alkoxy of formula $-(X_1)_{n1}-O-X_2$, where

X_1 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_2 is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; and

n1 is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula $-(X_3)_{n3}-NX_4X_5$, where

X_3 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_4 and X_5 are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or X_4 and X_5, taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

n3 is 0 or 1;

d) perhaloalkyl;

e) halogen; and

f) acyl and sulfonyl; and

R_4 is selected from the group consisting of

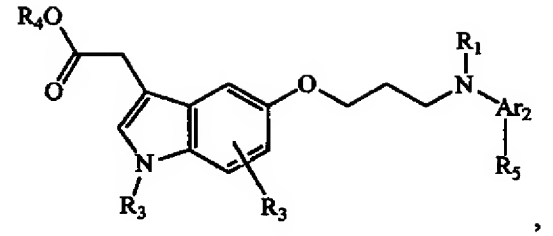
a) hydrogen;

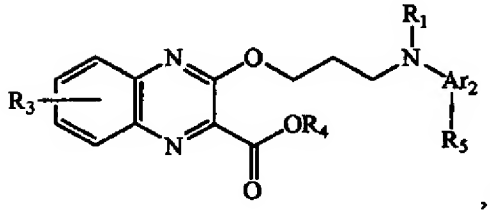
b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring; and

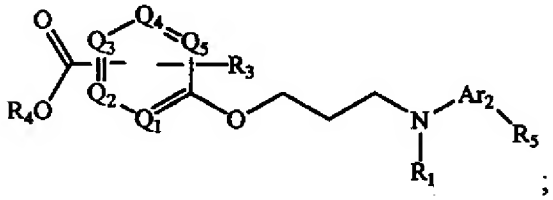
c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of optionally substituted C_1-C_8 straight-chain, branched, or cyclic saturated or unsaturated alkyl;

or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

126. (NEW) The compound of Claim 1 selected from the group consisting of:


,


, and


;

wherein Ar_2 is a monocyclic or bicyclic aromatic moiety in which at least one of the ring atoms is N;

one of Q_1 - Q_5 is nitrogen and the rest are carbon, wherein said carbon is optionally substituted with hydrogen, R_3, or -C(O)OR_4; and

R_5 is selected from the group consisting of

a) hydrogen;

b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;

c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of

A) optionally substituted C_1-C_8 straight-chain, branched, or cyclic saturated or unsaturated alkyl;

B) an alkoxy of formula -$(X_1)_{n1}$-O-X_2, where

X_1 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_2 is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; and n1 is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula $-(X_3)_{n3}-NX_4X_5$, where

X_3 is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X_4 and X_5 are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or X_4 and X_5, taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

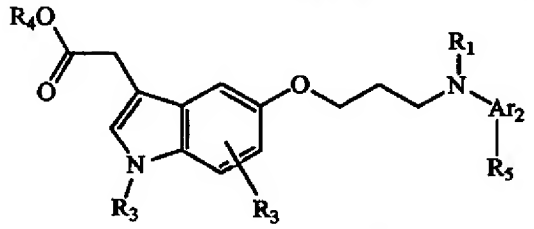
n3 is 0 or 1;

d) perhaloalkyl;

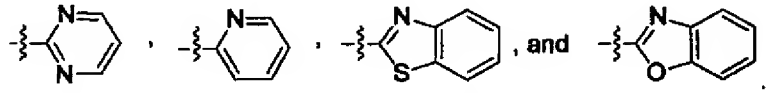
e) halogen; and

f) acyl and sulfonyl.

127. (NEW) The compound of Claim 2 having the structure:



wherein Ar_2 is selected from the group consisting of:



128. (NEW) The compound of Claim 3, wherein R_1 is alkyl, optionally substituted with one or more optionally substituted carbocyclic or heterocyclic rings.

129. (NEW) The compound of Claim 4, wherein said alkyl is a lower alkyl.

130. (NEW) The compound of Claim 5, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

131. (NEW) The compound of Claim 4, wherein said carbocyclic ring is phenyl.

132. (NEW) The compound of Claim 7, wherein said phenyl is optionally substituted with one or more substituents selected from the group consisting of lower alkyl, halogen, perhaloalkyl, hydroxyl, alkoxy, nitro, and amino.

133. (NEW) The compound of Claim 8, wherein said substituent is perhaloalkyl.

134. (NEW) The compound of Claim 9, wherein said perhaloalkyl is trifluoromethyl.

135. (NEW) The compound of Claim 4, wherein the carbocyclic ring is 2,4 bis(trifluoromethyl)phenyl.

136. (NEW) The compound of Claim 3, wherein R5 is optionally substituted alkyl.

137. (NEW) The compound of Claim 12, wherein said alkyl is a lower alkyl.

138. (NEW) The compound of Claim 13, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, n-butyl, and sec-butyl.

139. (NEW) The compound of Claim 14, wherein R5 is ethyl

140. (NEW) The compound of Claim 3, where R5 is hydrogen or optionally substituted alkyl

141. (NEW) The compound of Claim 16, wherein said alkyl is a lower alkyl

142. (NEW) The compound of Claim 17, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl

143. (NEW) The compound of Claim 3, wherein R3 I s methyl

144. (NEW) The compound of Claim 3, wherein R3 is hydrogen

Applicants respectfully submit that the claims are ready for examination and in condition for allowance.

Respectfully submitted,

/Dennis A. Bennett/

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Date: July 16, 2007

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